

Below is the Order of the Court.




Marc Barreca
U.S. Bankruptcy Judge

(Dated as of Entered on Docket date above)

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In Re:

NATURAL MOLECULAR TESTING
CORPORATION,

Debtor.

Case No. 13-19298

ORDER AUTHORIZING SALE OF
CERTAIN ASSETS OF THE
DEBTOR'S ESTATE FREE AND CLEAR
OF LIENS, CLAIMS, INTERESTS, AND
ENCUMBRANCES AND RELATED
RELIEF

THIS MATTER came before the Court on the Motion of Mark T. Calvert, Chapter 11 trustee ("Trustee") for the estate ("Estate") of the captioned debtor ("Debtor"), requesting the entry of an order approving the sales of certain assets to SM Financial Services Corporation ("SM Financial"), Financial Commerce LLC ("Financial Commerce"), and Oak Point Partners, LLC ("Oak Point," and with SM Financial and Financial Commerce, collectively, "Proposed Purchasers"), free and clear of liens, claims, interests and

ORDER AUTHORIZING
SALE OF CERTAIN ASSETS – 1

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1 encumbrances pursuant to 11 U.S.C. §§ 105 and 363 and Federal Rule of Bankruptcy
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3 Procedure 6004, and related relief (“Motion”)¹; and the Court having jurisdiction to consider
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5 the Motion and requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and
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7 consideration of the Motion and the requested relief being a core proceeding pursuant to
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9 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided; and the
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11 Court having read and considered the Motion; and the Court having been informed that the
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13 Trustee has withdrawn his request to sell the Fessenden Claims and YourCode Claims to
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15 Financial Commerce, and that Acorn Funding Group LLC has made an overbid for the
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17 Default Judgments; and the Court having determined that the legal and factual bases set
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19 forth in the Motion and at any hearing thereon establish just and sufficient cause for the
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21 relief granted herein; it is hereby
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26 **ORDERED, ADJUDGED AND DECREED THAT:**
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28 1. The relief sought in the Motion is GRANTED with respect to the sale of the
29
30 Remnant Assets to Oak Point and CONTINUED with respect to the sale of the Default
31
32 Judgments.
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35 2. The Remnant Agreement and all of its terms and conditions is approved in its
36
37 entirety.
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40 3. The Remnant Agreements is fair and reasonable.
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42 4. Pursuant to 11 U.S.C. § 363(b), the Trustee is authorized to sell the Remnant
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44 Assets to Oak Point for the purchase price provided in the Motion.
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¹ Capitalized terms not defined herein shall have the meaning ascribed in the Motion.

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1 5. Pursuant to 11 U.S.C. § 363(f), the sale of the Remnant Assets to Oak Point
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3 (the “Sale”) shall be free and clear of any and all liens, claims, interests, and encumbrances,
4
5 with such liens, claims, interests, and encumbrances to attach to the proceeds of the Sale
6
7 with the same force, effect, and priority as such liens, claims, interests and encumbrances
8
9 have on the Estate’s right to the Assets, as appropriate, subject to the rights and defenses of
10
11 the Trustee and any party in interest with respect thereto.
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13

14 6. The Trustee and the Trustee’s professionals are authorized to take such
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16 actions as are necessary to effectuate the terms of the Remnant Agreement, together with all
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18 additional instruments and documents that may be reasonably necessary to implement the
19
20 Remnant Agreement.
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23 7. Oak Point is granted the protections provided to a good faith purchaser under
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25 11 U.S.C. § 363(m).
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28 8. The transfer of the Remnant Assets to Oak Point pursuant to the Remnant
29
30 Agreement constitutes a legal, valid, and effective transfer of all right, title and interest of
31
32 the Trustee and the Debtor’s Estate in the Remnant Assets, and shall vest Oak Point with all
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34 of the Trustee’s and the Debtor’s Estate’s right, title and interest in the Remnant Assets and
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36 proceeds thereof.
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39 9. The hearing on the Motion with respect to the sale of the Default Judgments
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41 is continued until December 5, 2019 at 9:30 a.m. The Trustee or his counsel shall conduct
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43 an auction between SM Financial and overbidder Acorn Funding Group LLC prior to the
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ORDER AUTHORIZING
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1 hearing, shall establish and communicate reasonable rules with respect to such auction, and
2
3 shall report the results of such auction at or prior to the continue hearing on the Motion.
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5 10. The fourteen-day stay under Bankruptcy Rule 6004(h) is waived.
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7 11. This Court reserves jurisdiction over the provisions of this Order and to hear
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9 and determine all matters arising from the implementation of this Order.
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12 //END OF ORDER//
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ORDER AUTHORIZING
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1 Presented by:

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ORDER AUTHORIZING
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